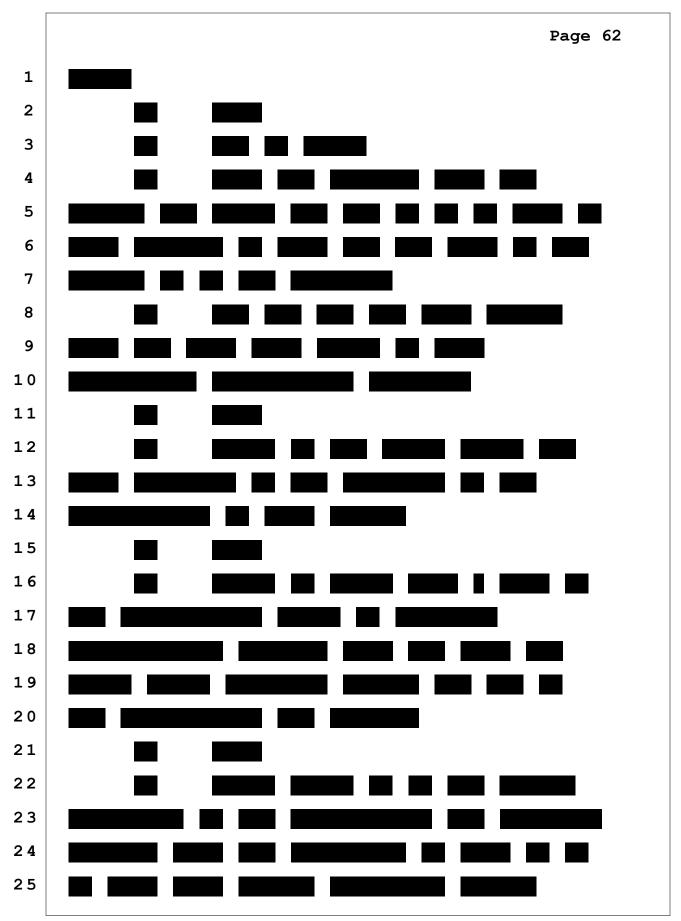
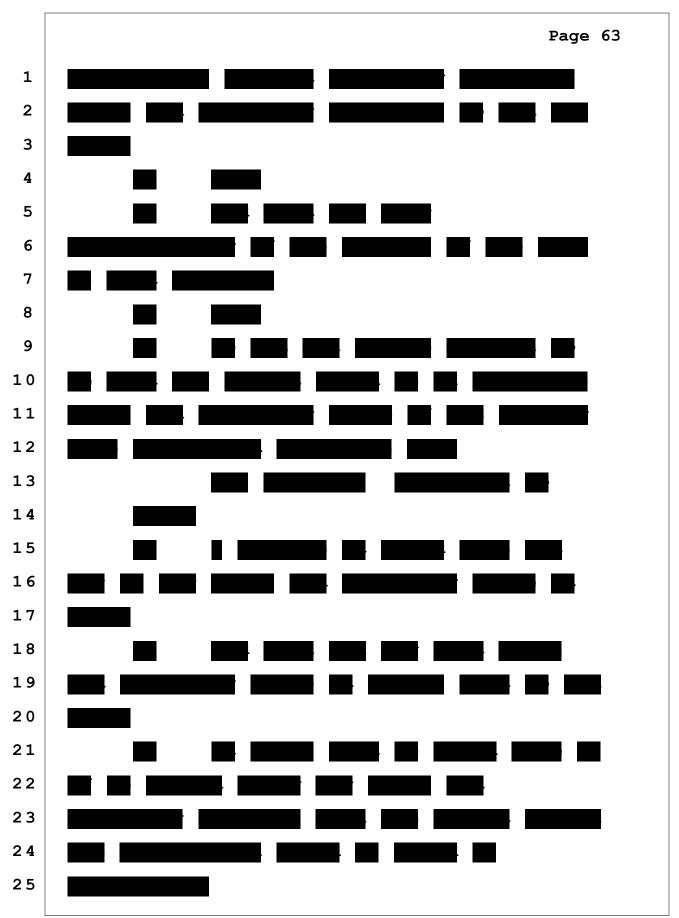
EXHIBIT 7

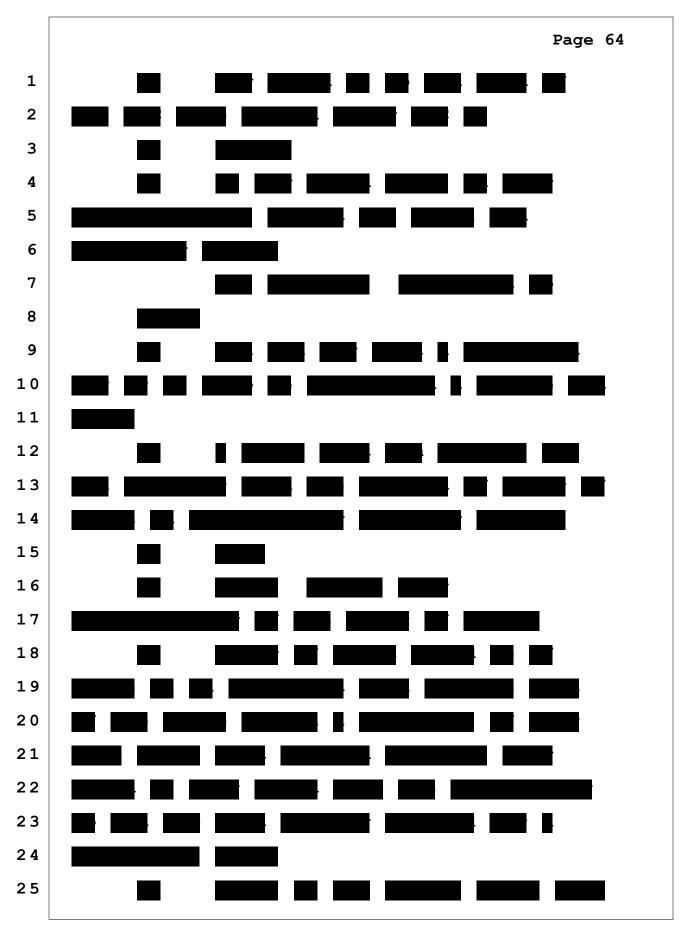
	Page 1
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2	NORTHERN DISTRICT OF ILLINOIS
3	EASTERN DIVISION
4	x
5	DOROTHY FORTH, CYNTHIA RUSSO,
6	INTERNATIONAL BROTHERHOOD OF
7	ELECTRICAL WORKERS LOCAL 38
8	HEALTH AND WELFARE FUND, LISA
9	BULLARD, STEAMFITTERS FUND LOCAL
10	439, INTERNATIONAL UNION OF
11	OPERATING ENGINEERS LOCAL 295-
12	295C WELFARE FUND, and RICARDO
13	GONZALES, On Behalf of Themselves and
14	All Others Similarly Situated,
15	Plaintiffs,
16	vs. Case No. 1:17-cv-02246
17	WALGREEN CO.,
18	Defendant.
19	x
20	VIDEOTAPE DEPOSITION OF
21	JAMES DEVINE
22	VIA ZOOM TELECONFERENCE
23	Tuesday, July 14, 2020
24	9:58 a.m.
25	

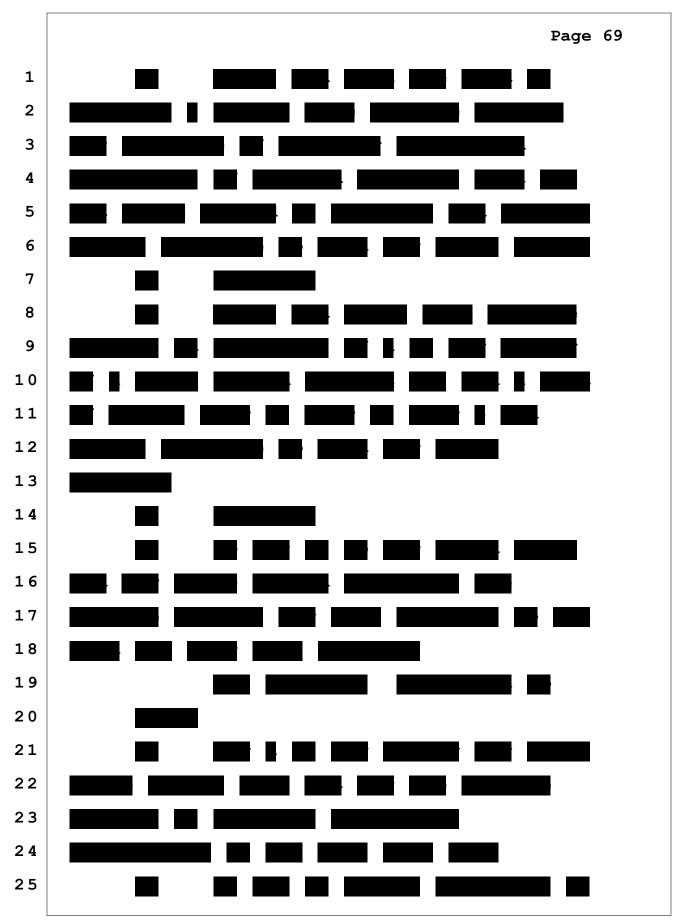
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2
    Reported by:
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    Maureen Ratto, RPR, CCR
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7
        Deposition of JAMES DEVINE, held
    via Zoom Teleconference, hosted by
8
9
    ROBBINS, GELLER, RUDMAN & DOWD, LLP,
10
    pursuant to notice, before Maureen
11
    Ratto, Certified Court Reporter,
12
    License No. XI01165, Registered
13
    Professional Reporter, License No.
14
    817125, and Notary Public.
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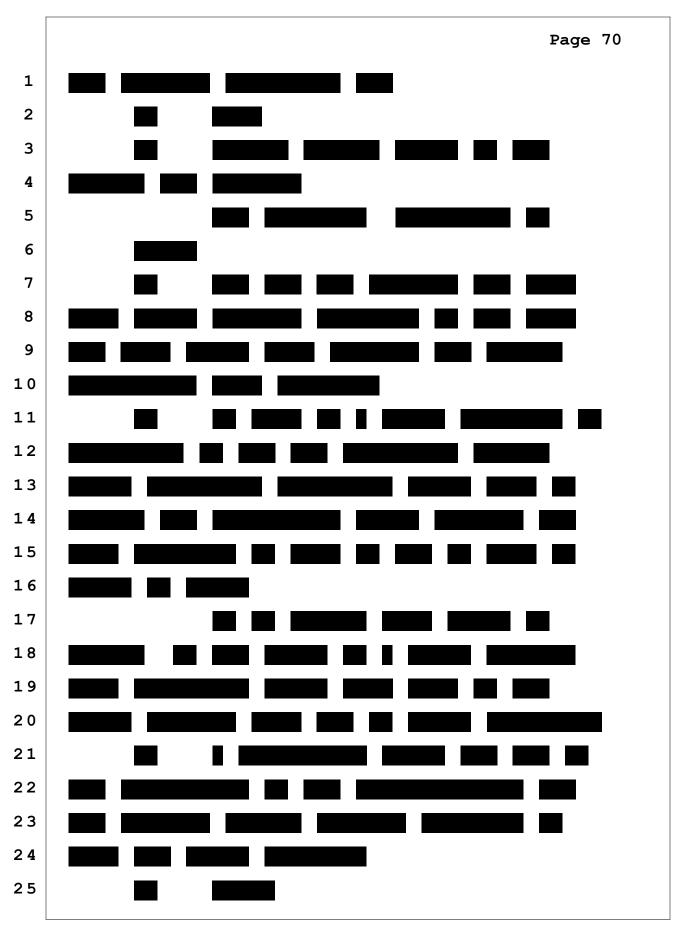
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Page 3
1
    APPEARANCES:
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    ALSO PRESENT:
24
    RON MARRAZZO, Legal Video Specialist
25
    PAUL BAKER, Technical Concierge
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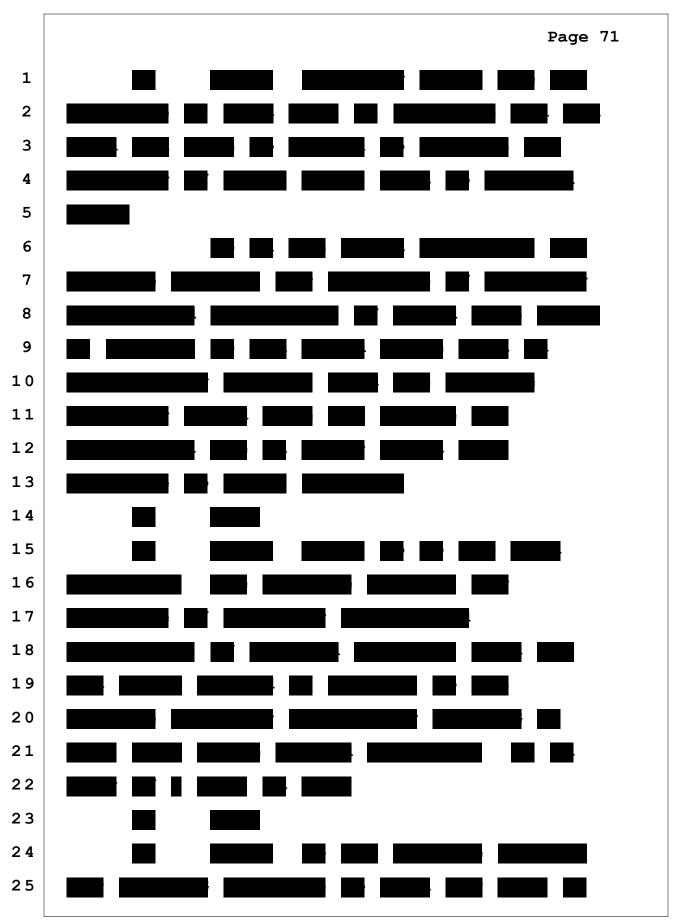


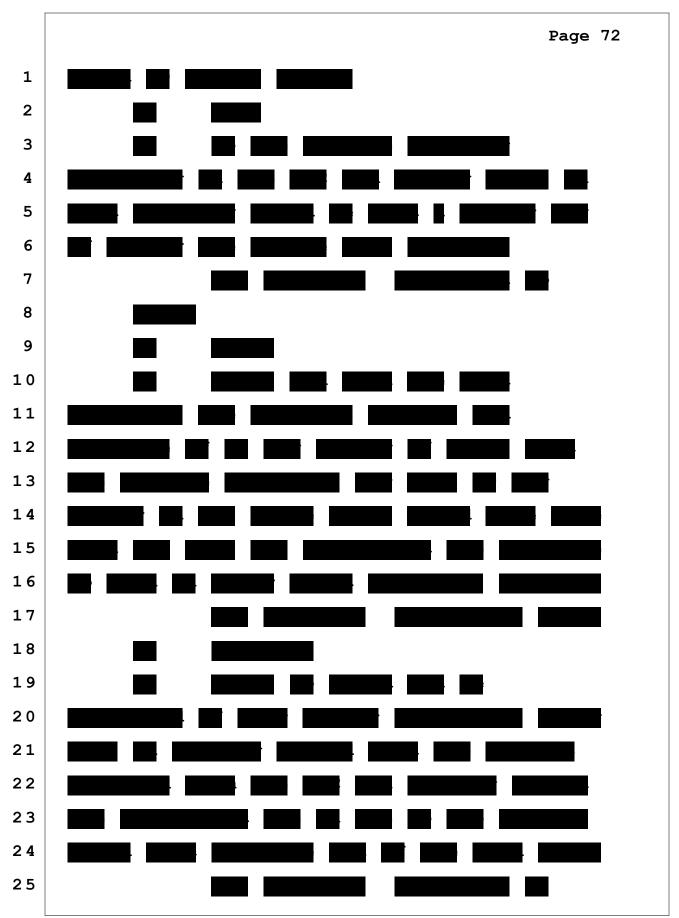




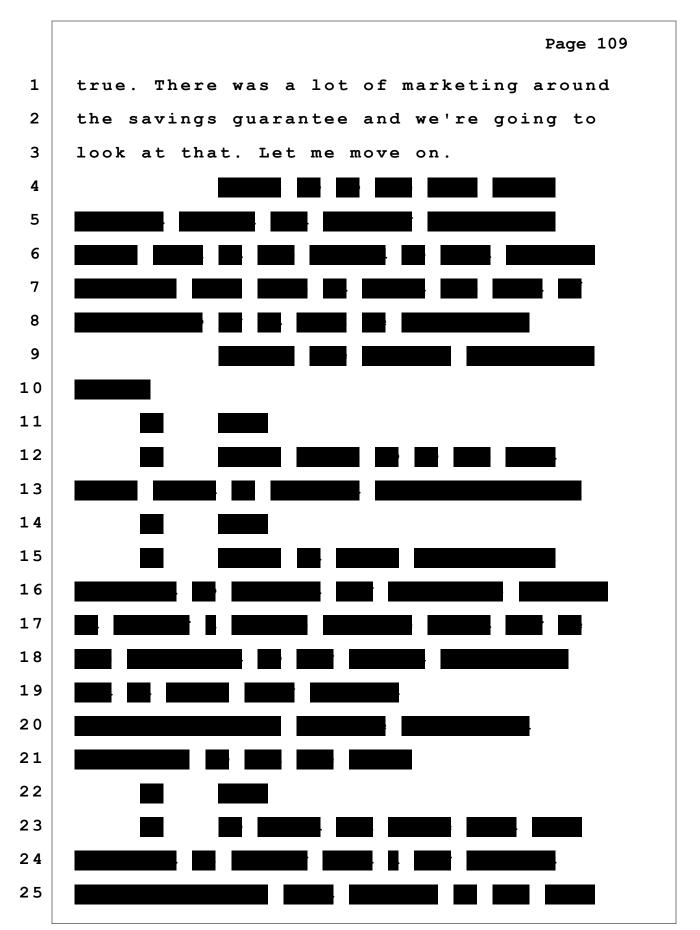


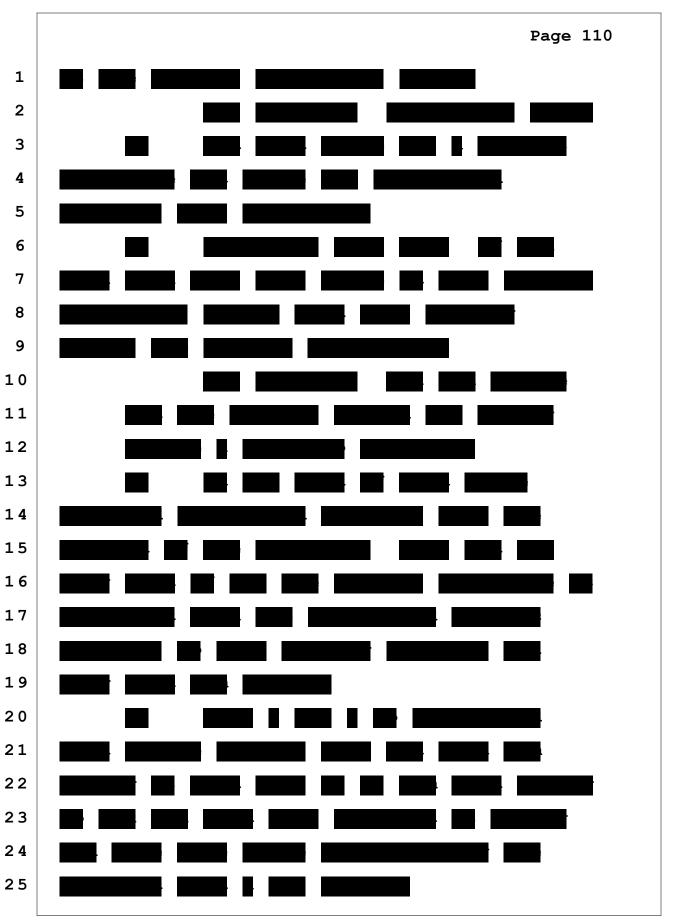


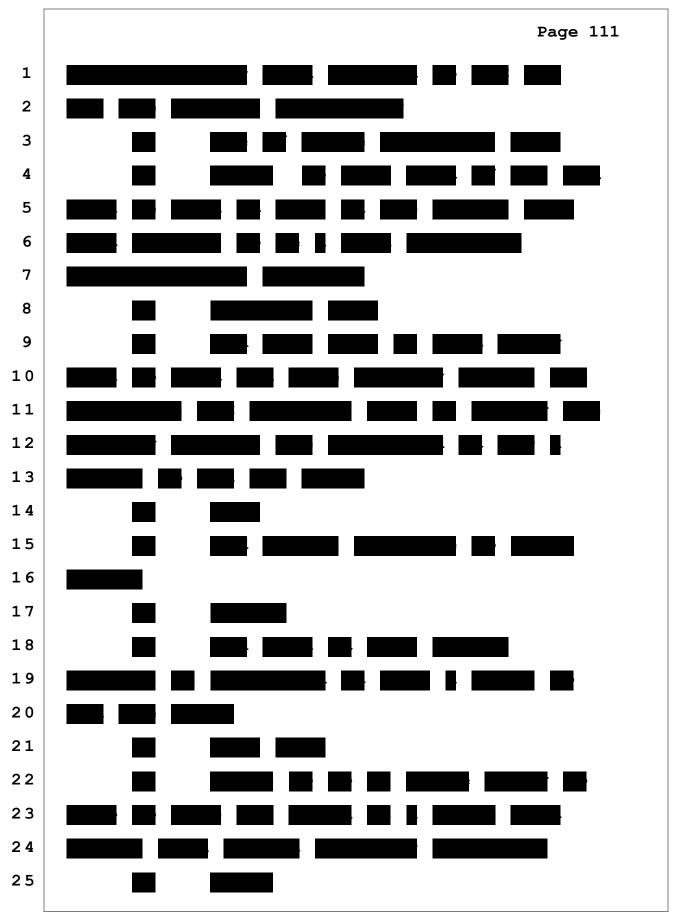


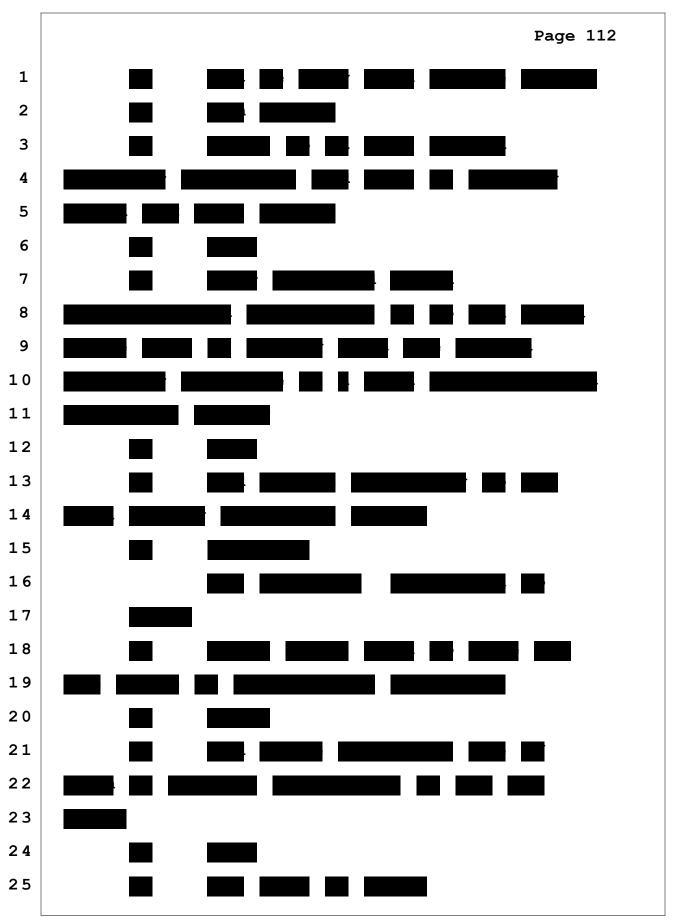


Page 73 1 2 3 4 5 6 7 8 9 10 11 12 13 Q. Let me show you her e-mail 14 where she says this. 15 Mr. Devine, this is not one of 16 the exhibits that's tabbed, that says 17 tabbed on your paper folder. This is an 18 exhibit that's -- it just has the Bates 19 number on the front. 20 Α. Okay. So when you take out your 21 22 stack they're in Bates number, they start 23 from lowest to highest and the Bates number of the document I want you to 24 25 find, it ends in -35610.





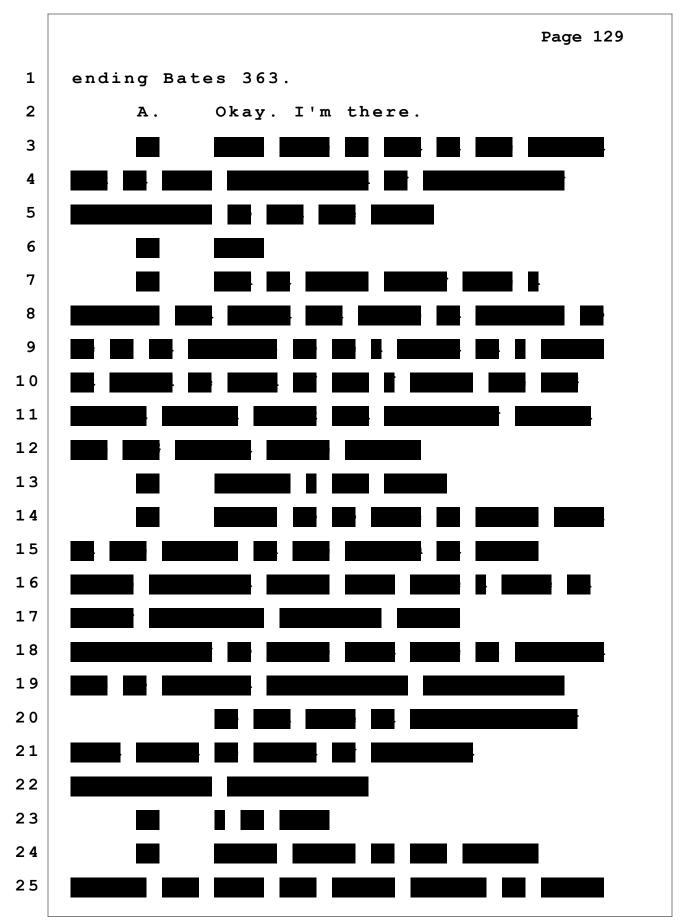


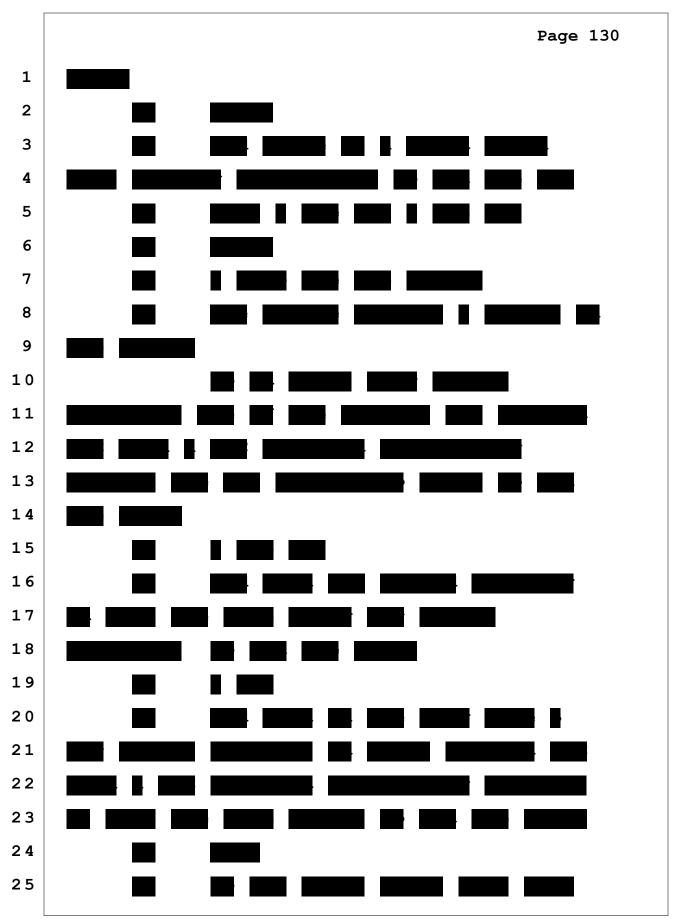


Page 124 1 I have not. Α. 2 Q. But you accept that Walgreens 3 has admitted that they marketed and advertised a PSC to potential PSC 4 5 customers as risk free, right --6 MS. COLEMAN: Objection to 7 form. 8 Q. -- because of the savings 9 quarantee? 10 Α. Okay. 11 And you, yourself, used those 0. 12 words at least once. 13 Would you agree that the 14 purpose of a savings quarantee is to give the consumer confidence that they're 15 16 going to realize savings relative to cash 17 through the PSC? 18 MS. COLEMAN: Objection, form. 19 Α. Yes. 20 And specifically, because the Q. 21 savings guarantee relates to the 22 enrollment fee, that Walgreens wanted to 23 give the consumer confidence that they 24 would save at least the amount of the 25 enrollment fee by joining the PSC; is

Page 125 1 that correct? 2 MS. COLEMAN: Objection to 3 form. Α. Over the course of the year, 4 5 yes. 6 Q. Over the course of the year, 7 okay. 8 So if over the course of the year Walgreens was guaranteeing that the 9 10 consumer would save at least the amount 11 of the enrollment fee, would you agree 12 that Walgreens was trying to give the 13 consumer confidence that in practice there was no financial risk for paying 14 15 the \$20 enrollment fee? 16 MS. COLEMAN: Objection to 17 form. 18 Α. Yes. I guess guarantee is a 19 quarantee. 20 Okay. Perfect. And we talked Q. 21 about this before, reinforcing value. 22 When you guys were 23 conceptualizing PSC 2.0 was part of the 24 idea that the savings quarantee could be 25 used at the pharmacy counter to overcome

	Page 126
1	potential objections by the consumer
2	about the \$20 enrollment fee?
3	MS. COLEMAN: Objection to
4	form.
5	A. I guess it could be. It
6	depends on, you know, how the pharmacy
7	tech or the pharmacist addressed it with
8	the customer, but it could be.
9	Q. Okay.
10	A. You know, they would go
11	through all the benefits.
12	MR. DWOSKIN: Okay. Cool. So I
13	think now would be a good time to
14	take a break. I'm kind of hungry
15	for lunch. Does that work for you
16	guys?
17	THE WITNESS: Yes.
18	MS. COLEMAN: Sounds good.
19	MR. DWOSKIN: Just remember to
20	mute your line. Selina, what would
21	be a good time to come back, 30
22	minutes?
23	MS. COLEMAN: I don't know, a
24	little longer to be on the safe
25	side. Let's say maybe for us 1:20





Page 131 1 2 3 4 5 6 7 8 9 Q. Okay. So this PowerPoint is 10 from April 30th, 2015. You were still at 11 Walgreens at that time, right? 12 I think I was but I was not 13 involved in PSC anymore. 14 You were not involved in PSC? 0. 15 Α. No. 16 Do you know who would have 0. 17 taken over for you at that time? Yeah. It would have been a guy 18 Α. 19 by the name of Dale, I think maybe, Drizd 20 or Drazd or something like that and 21 another name Irna Messick, those two 22 people. 23 Okay. Let's put that exhibit Q. 24 away. 25 MR. DWOSKIN: Paul, can you

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Page 132
1
         introduce tab 6?
2
                MR. BAKER: One moment. You
3
         can refresh.
                (Exhibit 288, e-mail re:
4
5
         Background Information on PSC,
6
         Bates Walgreens-Forth 00060136,
7
         with attached presentation,, was
8
         received and marked on this date
9
         for identification.)
10
                I'm going to ask the court
11
    reporter to introduce as Exhibit 288 a
12
    document Bates stamped Walgreens-Forth
13
    00060136, which is an e-mail from Jim
14
    Devine to Mike Suwalski titled Background
15
    Information on PSC, dated June 6, 2013.
16
    The e-mail attaches a PowerPoint
17
    presentation Bates stamped
    Walgreens-Forth 00060139 entitled
18
19
    Prescription Savings Club White paper.
20
                Mr. Devine, do you recognize
21
    this document?
22
         Α.
                Not particularly, but I could
23
    have, yeah. Somewhat, I guess. I'm not
24
    familiar with it totally, no.
25
                MS. COLEMAN: I'll note for
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Page 148 Yes. Α. Okay. So would you agree that Q. you and your team at Walgreens were conscious of the fact that in order to maintain and improve market share, we'll say with respect to cash volume, that that was one of the reasons why Walgreens developed and maintained the PSC?

Page 149 1 MS. COLEMAN: Objection to 2 form. 3 Α. I would -- I would say that one of the real reasons we were losing 4 5 volume was impact of competitive pressure 6 that was put on our cash paying customers 7 by other discount programs or other 8 pharmacies offering, for example, a \$4 9 generic or Walmart and those programs put 10 in place were causing our cash price to 11 erode and that was one of the reasons or 12 the reason why we put in PSC. It was the 13 fact that our cash volume was going down 14 and we needed to react to that and PSC 15 was the mechanism that we put in place. 16 Okay. So PSC was designed to 0. 17 maintain market share for cash paying 18 customers because you had competitors who 19 were, let's say, undercutting Walgreens; 20 is that fair to say? 21 MS. COLEMAN: Objection to 22 form. 23 Α. Yes. 24 Okay. And so you said that was Q. the reason why PSC was created? 25

Page 150 Α. PSC was created for that reason and to help our uninsured customers to be able to purchase their medications at a competitive price.

Page 151 Q. Just to button up that point, we talked about the market of the savings quarantee. Do you remember that? Α. Yes. And we discussed how the part of the marketing was to give the consumer -- part of the marketing of the savings quarantee was to give the consumer confidence that if they paid the \$20

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Page 271

CERTIFICATE

I, MAUREEN M. RATTO, a

Registered Professional Reporter, do hereby certify that prior to the commencement of the examination, JAMES DEVINE was sworn by me to testify the truth, the whole truth and nothing but

the truth.

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I DO FURTHER CERTIFY that the foregoing is a true and accurate transcript of the proceedings as taken stenographically by and before me at the time, place and on the date hereinbefore set forth.

I DO FURTHER CERTIFY that I am neither a relative nor employee nor attorney nor counsel of any of the parties to this action, and that I am neither a relative nor employee of such attorney or counsel, and that I am not financially interested in this action.

22

23

24

25

MAUREEN M. RATTO,

License No. 817125